

Amendment Number 2
to
Contract Number DIR-SDD-2087
between
State of Texas, acting by and through the Department of Information Resources
and
Warner Radio & Communications, Inc.

This Amendment Number 2 to Contract Number DIR-SDD-2087 ("Contract") is between the Department of Information Resources ("DIR") and Warner Radio & Communications, Inc. ("Vendor"). DIR and Vendor agree to modify the terms and conditions of the Contract as follows:

1. Contract, Section 2, Term of Contract, is hereby amended as follows:

DIR and Vendor hereby agree to extend the term of the Contract for one (1) year through April 5, 2016 or until terminated pursuant to the termination clauses contained in the Contract. Prior to expiration of the term, DIR and Vendor may extend the Contract, upon mutual agreement, for up to one (1) additional one-year term.

2. Contract, Section 4, Pricing, is hereby restated as follows:

Pricing to the DIR Customer shall be as set forth in Appendix A, Section 8, Pricing, Purchase Orders, Invoices and Payments, and as set forth in Appendix C, Pricing Index, and shall include the DIR Administrative Fee.

3. Contract, Section 4, Pricing, A – H, is deleted and is hereby restated in its entirety in Appendix A, Standard Terms and Conditions For Product and Related Services Contracts dated 02/04/15, Section 8. Pricing, Purchase Orders, Invoices, and Payments, as attached hereto.

4. Contract, Section 7. Intellectual Property Matters, A – L, is deleted and is hereby restated in its entirety in Appendix A, Standard Terms and Conditions For Product and Related Services Contracts dated 02/04/15, Section 5. Intellectual Property Matters, as attached hereto.

5. Appendix A, Standard Terms and Conditions For Product and Related Services Contracts, is hereby restated in its entirety and replaced with the attached **Appendix A,** Standard Terms and Conditions For Product and Related Services Contracts dated 02/04/15.

6. Appendix C, Pricing Index, is hereby restated in its entirety and replaced with Appendix C – Pricing Index attached hereto.

All other terms and conditions of the Contract as amended, not specifically modified herein, shall remain in full force and effect. In the event of conflict among the provisions, the order of precedence shall be Amendment Number 2, then Amendment Number 1, and then the Contract DIR- SDD-2087.

IN WITNESS WHEREOF, the parties hereby execute this Amendment Number 2 to be effective as of the date of last signature, but in all events not later than April 5, 2015.

Warner Radio & Communication, Inc.

Authorized By: Signature on File

Name: Thomas Keller

Title: Sales Manager

Date: 05/15/2015

The State of Texas, acting by and through the Department of Information Resources

Authorized By: Signature on File

Name: Dale Richardson

Title: Chief Operations Officer

Date: 06/05/2015

Office of General Counsel: Signature on File David Brown 06/02/2015